b) if the metal is a [group] Group 4 metal, the heteroatom substituted phenoxide does not contain pyridine,

c) if the metal is a [group] Group metal then the carbon ortho to the carbon bound to the oxygen of the phenoxide may not be bound to an aldehyde or an ester, [and]

d) if the metal is nickel then the carbon ortho to the carbon bound to the oxygen of the phenoxide may not be bound to an imine[.], and

e) if the more than one heteroatom substituted phenoxide is oxygen then the other heteroatom is not oxygen.

A1 Cont

Claim 2 (Once amended) The catalyst system of claim 1 wherein the activator is [an aluminum alkyl], an alumoxanes, a modified alumoxanes, a borane or a non-coordinating anion.

Claim 3, please delete the word "group" and substitute therefor --- Group ---.

Claim 5, line 2, please delete the word "group" and substitute therefor --- Group ---.

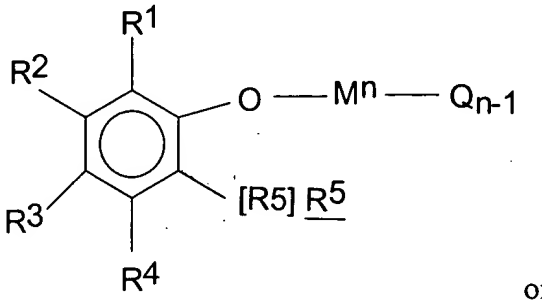
Claim 7, line 2, please delete the word "group" and substitute therefor --- Group ---.

Claim 11, line 2, please delete the word "group" and substitute therefor --- Group ---.

Claim 12, line 2, please delete the word "group" and substitute therefor --- Group ---.

Claim 15 (Once amended) A catalyst system comprising the reaction product of an activator selected from aluminum alkyls, alumoxanes, modified alumoxanes or ionizing activators, and one or more heteroatom substituted phenoxide transition metal compounds represented by the following formulae:

A2



or